EXHIBIT S-35

S-35 Beall Corporation and St. Johns Corporation Memorandum and Exhibits

TO: PCI PRP Sub-Committee
FROM: Northwest Pipe Company (Steven R. Schell CERCLA Counsel)
DATE: December 13, 2012
SUBJECT: Beall Corporation and St. Johns Corporation

This is a request from Northwest Pipe Company that Beall Corporation and St. Johns Corporation be included as PRPs.

We have information that connects the current Beall Corporation and its related companies, including St. Johns Corporation, with tank manufacture, truck tank manufacture, and truck tank repair on ESCI site 138 (currently operated by Northwest Pipe Company) between 1950 and 1976. Further, the truck tank repair operation included cleaning out gasoline, diesel, and oil tankers. The documentary evidence is listed in Table 1. A summary follows.

An excerpt from an early Beall brochure shows the sign on the bays of ESCI site 138 showing Beall Pipe & Tank Co. (Exhibit 1)

The Polk City Directories, as compiled for what is apparently an LWG review shows that the site was occupied as follow:

> 1950: Beall Pipe & Tank Corporation's listed business included: manufacturers of tanks, semi-trailers, truck tanks, transport units, logging trailers and dump bodies.
>
> 1955: Beall Pipe & Tank Corporation's listed business included: manufacturers of tanks, tank trailers, truck tanks, and logging trails. John E. Beall is listed as President of Beall Pipe & Tank Corporation.
>
> 1962: Beall Pipe & Tank Corporation listed as an occupant.
>
> 1972: Same occupants as before with the addition of Trans-Liner, Inc. (tank truck manufacturers and repairs with Jerry E. Beall listed as President).
>
> 1976: Same occupants as before, with the deletion of Trans-Liner, Inc.
>
> 1979: Same occupants as before with Beall listed as Beall Steel Pipe Products.

(Exhibit 2)

A 1973 Columbia-Willamette Air Pollution Authority (CWAPA) Plant Survey of what is now ESCI Site #138, has the following:

> "The two principle products are metal tanks and metal pipe. The tanks consist mostly of truck tanks along the lines of gasoline and milk carrier trucks."

(ODEQ200045395)

The same memo later notes a violation arising out of the coal tar operation then in place at the site. (ODEQ200045396)

Specifically, Beall Pipe & Tank Co. operated a truck tank manufacturing and repair business on the site for many years between 1950 and 1975. The manufacturing operation used the trade name "Trans-Liner" during this period (Exhibit 3). In the repair process, Beall had several stations where it cleaned out truck tanks of various kinds that needed repair. One of these stations was west of Bay 11. Another appears to have been west of Bay 1 (Exhibit 4).

According to the Oregon Corporation Division records, in 1970 a company called Trans-Liner, Inc. was created. In 1975 the company name was changed to Beall Trans-Liner, Inc. In 1986 the company again changed its name, this time to St. Johns Corporation. The location of this company is listed as 8801 N. Vancouver Ave. in Portland. Its president currently is James E Beall. (Exhibit 5)

The current Beall Corporation, according to Oregon Corporation Division records, has a name history of Beall Trans-Liner, Inc., which the company used from 1986 to 1982, and before that, Beall Management, Inc. The location of this company is listed as 8801 N. Vancouver Ave. in Portland. Its president currently is James E Beall. (Exhibit 6)

At some point Beall chose to call its tank and truck tank business an "Automotive Products Division." A 1967 *Oregonian* story reports in part as follows:

> "Capitalizing on its ability to develop and custom build specialty automotive products, Beall expects its $5 million of sales in this line to expand at a steady 10% a year, according to Jerry Beall. Jerry, (b) (6) and (b) (6) (b) (6) in the business, doubles as sales vice president and manager of the automotive products division.
>
> "Among the new products which the sales executive expects to generate demand is an aluminum bottom dump for gravel and other aggregates. The aluminum shell at 8,000 pounds, weights 2,400 pounds less than comparable steel products."

(Exhibit 8)

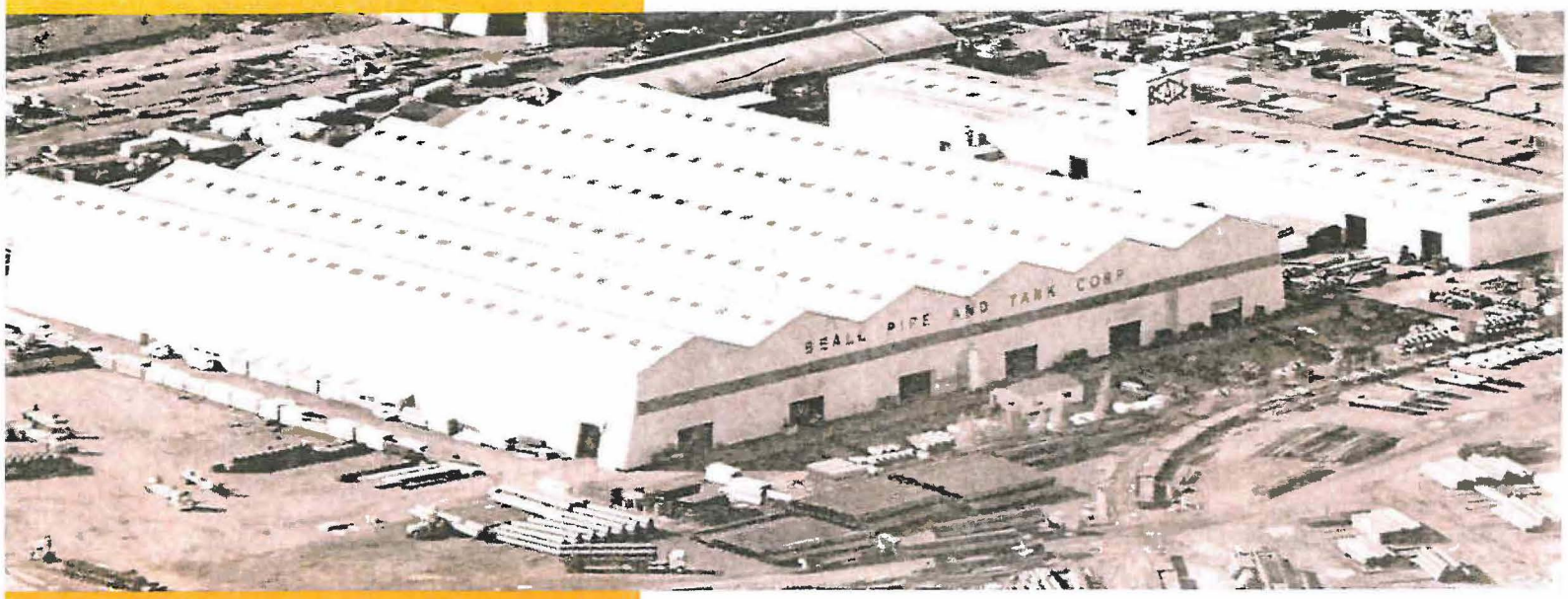
Before the acquisition by L.B. Foster in 1975, likely in about 1975, the Beall group changed the name of one of its entities from Tans-Liner, Inc. to Beall Trans-liner, Inc., and the group transferred the tank manufacturing, truck tank manufacturing and repair, and automotive products division operations out of ESCI Site #138. Northwest Pipe Company believes the Beall group relocated this operation to the Beall Vancouver Blvd. site. (Exhibit 3)

In 1976 the stock of the Beall Pipe & Tank Corporation, which held the remainder of the operations (that is minus the tank business), was sold by the Beall family and Okura to L.B. Foster Company. (Exhibit 3) In 1980, because it no longer had anything to do with tanks, L.B. Foster changed the name of its subsidiary, which it operated like a division, to Beall Pipe Co. In 1994 Beall Pipe Co was dissolved. (Exhibit 6)

Based on this documentary evidence, Northwest Pipe Company takes the position that the tank business was owned by an entity of the Beall Family, and that it operated at the Burgard site manufacturing truck tanks, cleaning out dirty truck tanks and repairing them. That same entity became, thru name changes, Beall Corporation.

Table 1
Beall Corporation and St. Johns Corporation
Evidence relating them to tank manufacture and repair at
ESCI Site #138 between 1950 and 1976

Document Title or Type	Date	Author	Exhibit No. or Searchlight Page No.	Comments:
Brochure	~1955	Beall Pipe & Tank Co.	Exhibit 1	Photograph shows Beall Pipe and Tank Co.'s claim to site.
Summary of Polk City Directories	1950-1976	(Probably LECG)	Exhibit 2	Describes Beall tank and truck tank activity from 1950-1976.
Plant Survey	03/28/73	Columbia-Willamette Air Pollution Authority	ODEQ200045395-45397	Describes truck tanks and points out violation.
Statements and Declaration of William Tagmyer	12/6/12	Bill Tagmyer	Exhibit 3	Describes Trans-liner operation at the site, transfer of tank manufacturing and repair to another site, and sale of Beall Pipe & Tank Corporation to L.B. Foster Company.
Notes of Harold Parrett Conversation	11/8/10	Harold Parrett	Exhibit 4	Describes truck tank manufacture and repair, including cleanout at the site.
Business Entity Data for St. Johns Corporation / Trans-Liner, Inc.	1975 - Present	OR Secretary of State	Exhibit 5	Shows corporate history and transition between Trans-Liner, Inc. and St. Johns Corporation
Business Entity Data for Beall Corporation	1986 - Present	OR Secretary of State	Exhibit 6	Shows corporate history of Beall Corporation.
History	1900 – Present	Beall Corporation	Exhibit 7 (http://beallcorp.com/history)	Describes truck tank manufacture and repair activies. Photograph shows Beall Pipe and Tank Co.'s claim to site.
Newspaper Article	08/13/67	Robert Landauer, *The Oregonian*	Exhibit 8	Describes activities at the site.

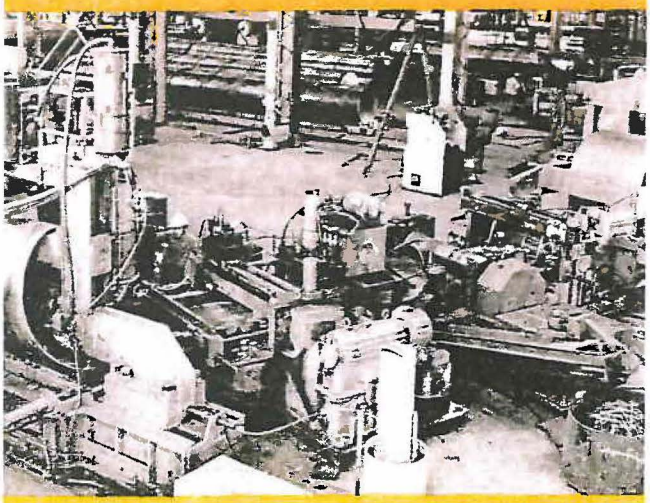


The Beall Way.

At Beall we have an extra ingredient over and above our pipe mills and our 25-acre plant. It's the quality of our products, a superiority we achieve as a result of our rigid system of quality control.

Frequent inspections, tight tolerances and uncompromising tests conducted by independent laboratories enable us to produce quality steel pipe that meets exacting specifications.

The quality of our products is also enhanced by our fine dealer network, which maintains our standards, provides product availability and gives fast service.



Data and references have been compiled from standard published information and from manufacturers' catalogs. This catalog is intended for information and general guidance only. It is not proposed for engineering purposes as materials and specifications are subject to change.

Beall Technology.

Although we produce pipe for all purposes, our major market is irrigation pipe. This includes pipe that forms the main lines, the submains, the laterals, distribution pipe and the pipe used as an integral part of the pivot sprinkler itself.

1. We manufacture Straight-Seam Steel Pipe from 2½" through 16" by the electric resistance welding process. This pipe is called "ERW".

2. Submerged Arc Welded Steel Pipe in 18" and larger diameter is produced by our Spiralweld mills or by the rolled and welded process.

With two Straight-Seam and four Spiralweld mills, Beall has great capacity and flexibility.

We can produce from 2½" through the largest diameter pipe in the United States, pipe in extra-long lengths and pipe cut-to-length, to meet customer requirements.

Because of our great capacity, you, the customer, are more likely to find what you need from Beall.

That's why it's good business to look to Beall for your pipe requirements.

acre, and lot 69 is .22 acre. The total acreage of the property is currently 25.96 acres.

7.2 Property Occupancy

Polk City Directories for Portland were reviewed for the following years: 1950, 1955, 1960, 1961, 1962, 1963, 1964, 1965, 1967, 1968, 1969, 1970, 1971, 1972, 1973, 1974, 1975, 1976, 1977, 1978, 1979, 1980-1981, 1982, 1983, 1985, and 1986-1987. The history of the site and adjacent property occupancy was traced. The site address is shared by additional companies. The property occupancy for these properties has been industrial. Occupancy information for the property address is summarized below:

1950: Beall Pipe & Tank Corporation is listed as occupant of the property in the street directory. The classified business directory lists the following description of the company's business: "Manufacturers of metal pipe, flumes, tanks, corrugated culverts, semi-trailers, truck tanks, transport units, logging trailers and hoists, and dump bodies in the Oregon Ship Yards, at the foot of N. Burgard". The street address is listed as N. Lombard.

1955: Beall Pipe & Tank Corporation listed as occupant with a modified description of the company's business, "Manufacturers of welded steel pipe, tanks, corrugated culverts, tank trailers, truck tanks, and logging trailers". Mr. John E. Beall is listed as President of Beall Pipe & Tank Corporation.

1962: Beall Pipe & Tank Corporation listed as one occupant of 12005 Burgard Road North. Other listed occupants and the nature of their businesses included Container Corporation of America (box manufacturers), Dulien Steel Products Inc. of Washington (Louis Dulien listed as President), Kerr Grain Corporation (grain elevator), McIntyre Electrical, Inc., Merritt, Chapman, and Scott Corporation (bridge construction), Sefton Fibre Can Company, and West Coast Steel Works.

1963: Occupants of address same as 1962 with the addition of Time Oil Company (oils and lubricants dealers) and International Terminals Docks (Louis Dulien listed as President).

1964: Occupants of address same as 1963 with the addition of Northwest Cargo Container Service (box manufacturers), Northwestern Steel Construction Company (steel fabrication), and Northwest Pre-Cut Lumber.

1965: Occupants of address same as 1964 with the addition of Custom Wood Products (wood products manufacturers). Sefton listing changed to Sefton Can & Plastics Division of Container Corporation of America.

1967: Occupants of address same as 1965 with the deletion of Northwest Cargo and Northwest Pre-Cut Lumber.

1968: Occupants of address same as 1967 with the addition of Steel Painters, Inc. and deletion of Custom Wood Products.

1969: Occupants of address same as 1968 with Sefton listing gone and new listing of Fibre Can Division of Container Corp. of America. Additional listings include Rivergate Log Yard, Inc. (logging company), Oregon Paper Salvage Company, and RBC Corporation (pre-built house contractors).

1970: Occupants of address same as 1969 with the addition of Niedermeyer-Martin Company (wholesale lumber) and Scott Douglas Industries, Inc.

1971: Occupants of address same as 1970 with the addition of Composite Can (Div. of Container Corp. of America, listed as can manufacturers) and deletion of RBC Corporation.

1972: Occupants of address same as 1971 with the addition of Trans-Liner, Inc. (tank truck manufacturers and repairs with Jerry E. Beall listed as President) and Mercury Oil Company (oil storage).

1973-
1975: Occupants of address same as 1972.

1976: Occupants of address same as 1975 with the deletion of Trans-Liner and Mercury Oil.

1977: Occupants of address same as 1976 and listed as Beall Pipe and Tank Corp., Container Corp. of America, Composite Can, Rivergate, and Time Oil. A new listing is Tyee Construction Company (general builders).

1979: Occupants of address same as 1978 with the deletion of Rivergate Log Yard and Beall listed as Beall Steel Pipe Products.

1980-1982: Occupants of address same as 1979 with Beall listed as Beall Pipe Products.

1983: Occupants of address same as 1982 with the addition of Palmco, Inc., the deletion of Beall, and one listing as vacant.

1985: Occupants of address same as 1983 with the addition of Old Oregon Shipyard (ship builders) and the deletion of Composite Can and Tyee Construction Company.

1986-1987: Occupants of address same as 1985 with the addition of Schnitzer Steel Products Company.

Statements and Declaration of William Tagmyer
12/6/12

On questions from Northwest Pipe Company's CERCLA counsel on December 6, 2012, to the best of my recollection, I make the following statements and declaration.

STATEMENTS

1. I have reviewed the notes of my 9/29/10 conversation with Attorney Schell and find them to be generally accurate with following additions:

   1.a The operation of Beall Pipe and Tank Corporation at Burgard (by which I mean the 27 + acres currently operated there by Northwest Pipe Co.) was treated by L.B. Foster Company, as a division and not as a separate entity from an ownership governance standpoint.

   1.b The Beall Pipe and Tank Corporation's truck tank manufacturing and repair business was moved out of the Burgard site prior to acquisition by L.B. Foster (i.e., prior to 1976).

   1.c I have no records on the stock sale from the Beall family and Okura to L.B. Foster, but L.B. Foster might. My recollection is that L.B. Foster bought 100% of the stock of Beall Pipe and Tank Corporation from Okura and the Beall family.

   1.d As the general manager at the Burgard site for L.B. Foster from 1977 to 1982 I had the normal independence of a division manager in terms of day to day operations, but periodic reports were required, and I was in daily contact with my superior at L. B. Foster, Mr. Roy Gordon. All major invoices were paid out of the San Francisco office of L. B. Foster, including such items as individual employees' expense reports. Human Relations matters were handled from both the San Francisco and Pittsburgh offices of L.B. Foster. All credit decisions were made by and thru the L.B. foster San Francisco office. Treasury and insurance functions were handled out of the Pittsburgh office of L.B. Foster. The initial site operations manager after the L.B. Foster takeover, was Bill Horton, an L.B. Foster employee from San Francisco. We had no resident operations engineer, and engineering visits and oversight were provided by engineers out of the Pittsburgh office of L.B. Foster. Capital expenditures were supervised from San Francisco and Pittsburgh, with engineers provided by L.B. Foster, based on approvals from the L.B. Foster board (there were no Beall board meetings that I know of).

   1.e In 1982, while I signed, as president of Beall Pipe Co., the deed to Multnomah Land and Equipment Co., there were no Beall shareholders or board of directors meetings to authorize the sale and I know of no resolution authorizing the sale. From my point of view, in signing the deed I was fulfilling a decision made by L.B. Foster.

2. I have reviewed the article found at page H10 of November 20, 1977 in *The Sunday Oregonian* and have the following explanatory statements:

2.a The 1977 article cites my title as general manager. Neither my superiors at L.B. Foster nor I saw my role as being president of an independent subsidiary entity. Rather I functioned as a general manager of a division, which is how L.B. Foster operated the Burgard facility. L.B. Foster exercised oversight my performance typical of a division manager; I reported to and had daily conversations with my superior at L.B. Foster, Mr. Roy Gordon. I did not operate as an independent subsidiary officer or employee.

2.b The reason I was called a "general manager" was because the original triumvirate which L.B. Foster set up to operate the site, consisting of administrative, sales and plant operations managers didn't work well, and I was asked by L.B. Foster to become the overall manager.

2.c L.B. Foster had an extensive sales and distribution activity, but it also had pipe manufacturing operations in West Virginia, Tampa, and two plants in Georgia, in addition to the Portland operation at Burgard. Like other division general managers, our operation was responsible for trying to sell product, either directly to customers or thru the L.B. Foster sales organization. While we had a capacity to produce 120,000 tons of pipe a year, we consumed only about 50,000 tons of steel annually, in 1977. Thus, L.B. Foster and I, on their behalf, were constantly looking for sales opportunities.

2.d The reporter for the *Oregonian* in 1977 may not have understood the terms he was using with regard to earnings. L.B. Foster did not have $250 million in earnings. However, it could have had $250 million in sales.

3. Prior to 1976 Northwest Pipe and Casing had a pipe manufacturing operation in Clackamas, Oregon. L.B. Foster and Northwest Pipe and Casing decided to make a joint purchase (i.e. 50-50 ownership with a "put-call" provision) of a spiral weld pipe machine and install it at Clackamas. L.B. Foster sold the products from this machine in its own name through the services of Jim Yowell, its northwest sales person for large pipe. Prior to L.B. Foster purchasing the Beall stock it exercised the put-call provision to buy out Northwest Pipe and Casing's half interest in the spiral weld pipe machine. After it purchased the Beall stock L.B. Foster moved the machine to the Burgard site where it was used by L.B. Foster to manufacture pipe. Jim Yowell continued to sell this product on behalf of L.B. Foster and under the L.B. Foster name. Thus L.B. Foster itself owned equipment and operated a major manufacturing piece of equipment at Burgard.

4. Immediately after the acquisition of stock , L.B. Foster commenced providing the estimating function for engineered projects, such large diameter water pipe and irrigation systems, for the Burgard facility.

5. Others have mentioned that the employees at Burgard were part of the L.B. Foster FOSCO retirement plan. There was no separate retirement plan for Beall. Because payroll for hourly workers must be met locally, checks to hourly employees were issued under local supervision. However, managers, including me, were paid by L.B. Foster out the Pittsburgh office.

6. When L.B. Foster acquired the Beall stock, it initially set up a triumvirate to operate the Burgard site: a plant operations person, Bill Horton; an administrative person, Aileen Roberts; and a sales person, Jim Yowell. All were and remained L.B. Foster employees paid by L.B. Foster. Mr. Horton and Ms. Roberts were from the L.B. Foster San Francisco office. Mr. Yowell was L.B. Foster's sales representative in the Northwest. At the time I was also an L.B. Foster employee and general manager of the L.B. Foster Tacoma District. I was asked about the operation and ultimately was requested to replace the 3 person management with a sole manager, which I became. This change occurred after about a year after L.B. Foster took control of the site.

7. When L.B. Foster took over the Burgard site from Beall Pipe and Tank Corporation, there was considerable continuity in the operations. The operations supervisors, foremen and employees remained the same. With one exception, the assets remained the same both before and after the transfer to L. B. Foster. The exception, as explained in #3 above, was that L. B. Foster after the takeover moved the large pipe spiral weld machine to the Burgard site, operated it there and sold some product thru L.B. Foster under its own name.

8. For many years, at the Burgard site, Beall Pipe and Tank Corporation, in addition to manufacturing pipe, operated a truck tank manufacturing and repair business, which at some point bore the name of Beall Trans-Liner. Because the business included tank repair, there likely were cleanout and other operations dealing with repairs at areas on the site. However, the truck tank manufacture and repair business had been transferred out of the Burgard site before the L.B. Foster takeover. In 1980 the name of company was changed to eliminate the "Tank" reference and became Beall Pipe Inc.

DECLARATION

I make this declaration based on my personal recollection as L.B. Foster's general manager from 1977 to 1982 of the Burgard site, now owned and or operated by Northwest Pipe Company.

Dated as of December 6, 2012

W R Tagmyer

William Tagmyer, current Chair of the
Executive Committee of
Northwest Pipe Company

Harold Parrett

Notes from the November 5, 2010 Meeting and Conversation
and November 8, 2010 Follow-Up Telephone Conversation
with corrections suggested by Mr. Parrett on November 16 and 18, 2010
regarding his history and involvement at the Burgard site

On November 5, 2010, Steve Schell met with Harold Parrett at the Burgard site, and on November 8, 2010 received additional information from him by telephone. Mr. Parrett lives at (b) (6) and his telephone number is (b) (6). Mr. Parrett was born in on (b) (6). He retired from Northwest Pipe in (b) (6) After (b) (6), he went to work for Schnitzer breaking up liberty ships at Burgard. In 1959, he switched to working indoors at Beall Pipe and Tank Co. Beall was just finishing up a contract for pipe for the Bull Run system when Mr. Parrett came on board.

When Mr. Parrett started at Beall, Bays 1, 2, and 3 were separated from the other bays and filled nearly up to the overhead crane ways with wheat. The sign on the buildings was "Cargill." There were "keep out" signs all over the Bay 1-3 area. The Beall crew could not get near the wheat or drive around the south side of the bays. They got admittance to the property at the NE corner where there was a check in/guard shack.

Mr. Parrett first worked as a feeder for a manual hand blast operation in Bays 8 and 9 (all sandblasting uses steel grit). After this he worked as a scalp slitter for ERW (i.e., electric resistance welding) mills in Bays 5 & 6, and shortly after he started he came to operate the equipment. Later, Mr. Parrett moved to the Bell and End Forming Area where ends of the pipe were flared out so other pipe could be fitted within the flared-out ends.

During this time, asphalt was used to cover pipe. Before the 1960s bays fire, the welded pipe or galvanized culvert pipe would be horizontally submerged into a hot asphalt tank. After the 1960s fire, vertical tanks were used.

In another process, asphalt was applied to the exterior, top of the pipe and ran down over the pipe into a pan at the bottom of the mobile carrier that would catch the drippings. When the carrier ran out of hot asphalt, it would be moved to a large vat near the vertical pipe dipping area where the drippings would be placed back in the tank and the carrier reloaded. Sometimes during a break Mr. Parrett would talk with the employees applying the asphalt while he rode along on the carrier.

Prior to the early 1960s fire in Bays 10 and 11, the Beall tank, truck and trailer repair operation functioned. There was a cleanout area for the trucks and trailers just west of Bay 11 and north of what is now the lining and coating operation. There a steam jenny was used to scour the tanks so they could be worked on and welded. All sorts of cleanouts happened, from gas and oil tanker trucks and trailers to milk trucks. Thus, the cleanout could have accumulated many kinds of PAHs and other COCs.

In the early days, old steam boilers were cut in half and used as catchalls for waste paper and garbage. Two eyes were left in the half tank so it could be picked up with a

crane and emptied. Beall had a dump truck, and Mr. Parrett believes this truck was used to haul the refuse to the St. Johns landfill.

There are two kinds of welders used to make pipe, the spiral pipe welding machines, which use fusion welding, and the straight or tubular pipe operations, which use Electric Resistance Welders (ERW). Both are high electricity users. The submerged arc form of fusion welding process, which is used on the spiral pipe machines, uses generators not transformers.

In Bay 6 there was a straight seam pipe operation. Between Bay 5 and Bay 6, where the ERW machines were located, was the only area where transformers were on racks above the work floor. The transformers were complex equipment (something like big radio tubes that operated at several thousand cycles per second) and repairs of any significance were done by Therma Tool, a professional servicing company. The transformers in place prior to the 1960s fire would have had PCBs in them. The transformers had the caps welded on them, making them closed units, so any PCBs that may have been in them could not escape. During the Beall era their electrician was Bill Sheco; he may have had the ability to perform any repairs needed. Mr. Parrett knows of no time whatsoever where PCBs leaked out of those transformers containing PCB oil.

Mr. Parrett was experienced in applying coatings to pipe. Generally, the pipe needs to be cleaned by sandblasting using steel grit and then "flood coated" through a nozzle (known as a ware) to prevent rusting. Polyken is a tape used to wrap the pipe. It may have an undercoating of black tape. It comes in several colors – white for irrigation, blue for potable water, purple for sewers. Coal tar enamel is another coating which can be requested by customers. It is applied by heating the coal tar enamel and then drizzling onto the pipe through a funnel connected to a recirculating heating system for the coal tar enamel. Coal tar enamel can also be sprayed inside the pipe. Xylene is also used. It may have an undercoating of toluene or a primer of glue or mastic. If there is a spill of xylene or toluene, there is a talc that is kept readily available; it is placed on the spill immediately and absorbs the spill; after that it is swept up and disposed of off site. The ends of the pipe are frequently wiped down with rags and brushes. These used rags and brushes are collected and disposed of off site.

If the coal tar enamel process breaks down then the enamel hardens, the process has to be disassembled and the enamel has to be chipped out and reheated. The remnants are disposed of off site.

Two types of absorbents are used when spills occur: talc in the lining and coating area, and kitty litter (diatomite) where oil spills occur. Both are swept up and disposed of.

The line and coating area has a blower-fan system that captures the volatile chemicals into vents and passed them through a filter system. When the filter paper roll is used up it is treated as a hazardous substance and properly disposed of off site.

At some point, the discussion among the employees was that the Bealls owned a ranch in Eastern Oregon where they apparently could procure an absorbent, perhaps diatomaceous earth (the material kitty litter is made from). (b) (6) believes this may have

been used in the early operations. Again, after a spill it was used, swept up and disposed of off site.

Cleanup in the bays was done by sweepers. They deposited their sweepings in trash which was hauled away.

Johnny Beall and Franklin Beall both were commercial heads during those early times.

During the early years, Mr. Parrett reports that the rail line along the southeast side of the property had stored on it rail tank cars, which remained there for several years. He did not know what was in the tank cars or why they remained there so long.

Mr. Parrett has no recollection of why there should be hot spot in the area where Bays 7 and 8 had been, unless part of the activity, such as pipe coating, that went on in Bay 9 occurred in Bays 7 and 8 before the 1960 fires. Fittings (e.g. elbows and manholes) were sandblasted and painted in Bay 9 and may also have been painted in Bays 7-8.

Much of the waste was taken to the St. Johns Landfill.

On a Saturday morning in July at some time in the early 1960s, Mr. Parrett was playing pool at a local hang out and somebody came in saying the Beall facility had burned. He immediately went to the site, and all the bays had burned in about two hours. All the wheat that Cargill had stored in Bays 1-3 also burned. The bays apparently had been wood, the roofs with some of the sides being sheet metal. The roofs were underlain with tar paper. Only the twisted structural steel was left. A picture exists of the rubble in either the *Oregonian* or the *Journal* of that time (it apparently shows a big heap of debris).

After the 1960s fire and the cleanup, experts in structural steel repair came into the bays area and restored the structural steel by heating it and bending it back into place. The crane motors were rebuilt with new bearings. Rather than replace the wood, the current metal roofing and siding were used. In the reconstruction, a vertical asphalt coating operation was established in Bay 9.

In the reconstruction after the bays fire of the1960s, the horizontal asphalt application process was changed to a vertical dipping process in Bay 9. There were two sets of wells, one for heating the pipe and the other for applying asphalt. A group of pipes would be lowered into the heating chamber, then it would be raised into the tower and moved to the chamber filled with “pioneer mineral rubber asphalt” were it would be dipped then hoisted up into the tower and then dipped again until the right thickness per specification or custom order was achieved. At some point another product made by Shell was tried, but it came off and proceeded to clog people’s home water heaters in Parkrose. A law suit ensued against Shell, but at the appellate level Beall lost this case. Use of this vertical dipping operation had been discontinued before Northwest Pipe started operations on the site.

There were two coating operations, one in the smoke house and the other in Bay 9. In the Bay 9 operation, early on, asbestos imbedded in paper was applied as a coating. Also, Kraft paper with fiberglass or asphalt was applied over black 8 lbs. felt.

Another fire occurred after the recommencement of operations at Burgard in the spring following the early 1960s bays fire. This time the entire smoke house (coating and lining) burned. The fire was so hot that the metal of the building, including any zinc in the siding and roof, melted.

A third fire occurred before 1967, but after 1961. It was in the coating area of the lining and coating building. The rafters in the current building would still show some damage. Mr. Parrett thinks the Portland Fire Department might have records of these fires.

The operation had 8 or 9 forklifts, used for moving pipe and steel coils around. Near Bay 1 there was a group of barrels where the fluid was placed from forklifts being repaired. These barrels would fill up and be hauled off site. If the hydraulics on a fork lift or other equipment broke, there could be a loss of fluid of 10 to 15 gallons. Absorbent was used to sop up this loss.

Mr. Parrett discussed the Union Carbide operation. He said it was a nasty place. It may have caused cancer in North Portland and amongst employees who worked there. When there was a serious rain, the ditch coming out of the Union Carbide plant would overflow onto the Beall site and into the southerly bays. "It stunk like hell."

The flood of 1964 entered the lining and coating area and paper used to coat the pipes was moved out of that area and onto flatbed railroad cars so it wouldn't get wet (the same was done in the flood of 1996). The employees had about a 24-hour notice of the flood and had to work very diligently to save some of the motors, hydraulic units, air compressors and materials. Apparently, Beall was making aluminum boats at the facility at this time, and the employees were poling around the plant in the boats. Several of these boats disappeared in the flood. There are two Ackroyd photos of the site during this flood, C 8919-2 and C 4675-2.

In the 1960s, the culvert business was spun off, and Matt Conscentini purchased the culvert business from Beall and located property in Tualatin to start Oregon Culvert, using the skills acquired at Beall.

Beall had several pipe making machines. It had to pay royalties on the pipe footage coming from the ERW mills, which were owned by a group of share holders called Pipe Machinery, and they were headed up (Mr. Parrett thinks) by Earl Babbitt. As he understands it, Mr. Babbitt had bough two ERW bills from California to run at Beall. After the big fire, Beall decided to build their own mills and stop paying royalties to Pipe Machinery. Later, Beall built its own pipe making machines and got into a patent dispute with "Pipe Machinery," but Pipe Machinery lost to Beall. Thus, leaving the two ERW mills sitting at the end of Bay 6.

In about 1963-64, the Beall management came to Ralph Elle, Sr., who was the chief engineer and then about (b , and told him he was getting too old to run the Burgard operation. They replaced him. Mr. Elle went to several employees, including Gerald Seibert, David Bryant, and Harold Parrett, and asked them to join him if he could raise the money to establish a pipe making business. Mr. Elle acquired a site in Clackamas, and in 1967 bought from Beall: one 36" max. diameter spiral pipe making mill, a 1.4"-4" diameter peewee mill, a 3 ¾" x 8" diameter mill (#1), and later (in the late 1970s, possibly 1978) an 8" through 16"

diameter mill (#2). Mr. Elle commenced operations there under the Northwest Pipe and Casing name in the spring of 1967. At some time Mr. Parrett, who deemed himself qualified for a job in Bay 3, didn't get that job. Thus, in 1966 Mr. Parrett quit Beall and joined Mr. Elle to set up the machines and supervise the Clackamas operations. Thus, Harold Parrett left Burgard in 1967 and didn't return full time until about 1987, although starting in 1982 he was in and out of the Burgard site. Hence, Harold was not at Burgard during the time when L.B. Foster controlled Burgard.

In Bay 4 there was Mill # 7, an ERW. It was used for a short time in the late 1990s for making American Petroleum Institute (API) pipe. It is now in Texas.

Harold Parrett became a Field Rep for Northwest Pipe and Casing. He helped set up the plant in Atchison, Kansas in 1984-85. After that he spent 6 to 8 months initially at Vacaville and then helping set up the Adelanto plant in California. From May to September of 1987, he worked on a $7M job Northwest Pipe had for the City of Anchorage in Alaska. He worked on other installations and operations throughout the Willamette Valley and in Eugene.

Mr. Parrett was not at Burgard when the 1987 EPA transformer inspection occurred and has no recollection of the events, documentation or follow-up.

Although he wasn't present, Harold was aware of the labor troubles Beall/L.B. Foster had in the early 1980s. The issue was drug use, cameras and other inspections and monitoring; and the management insisted everybody take a drug test. The Boilermakers Union, which had organized the employees, ultimately decided that the management was out of line and struck the plant. It was not a successful strike and strikebreakers were brought in to keep the plant running. Harold doesn't know, but he suspects that some union people falsely reported that the drains had been used for disposing of hazardous materials. Lynn Kuteh (formerly at Gunderson) was the plant manager at the time.

In the mid 1980s, DEQ had put some test stations in various areas of the plant. Later, DEQ representatives came back and took some test samples near the Bell and End Forming Area. They filled a barrel with samples, but never returned to collect it.

Mr. Parrett was at Clackamas when Northwest Pipe bought the L.B. Foster/Beall operation at Burgard. He was in and out of Burgard between 1982 and 1987 when he returned to Burgard as operations supervisor. He worked for John Miller, the then plant manager (same job Randy Ridgley now has) who Bill Tagmyer knows well.

Mr. Miller managed three areas of soil removals. From Area 1, a hole of about 20 feet in diameter and about 12 feet deep was excavated in 1988-1989. Another was from Area 8A. A third was about 3-4 feet from inside the lining and coating building mixing area (this soil was removed and replaced with clean dirt covered with blacktop). These soils initially were "farmed" for about three to four years in an area along the NE Fence line. Later, these soils were hauled away and properly disposed of.

Mr. Parrett reports that the catch basins and storm lines were cleaned twice a year during his tenure as plant supervisor. A company was hired to do the job. It would start at a catch basin and then back flush into the previous catch basin. The material in that catch basin

then would be removed with a hand pump and hauled off-site. The flushing operation would then move to the next down gradient catch basin and do the same thing over again.

Mr. Parrett was supervisor when the 1996 flood occurred. He has no independent recollection of the Xylene spill reported by Northwest Pipe safety officer Cheryl Padilla.

In 1997, the UV system for testing pipe was installed to enable coating of the pipe to help preserve the finish of the pipe coming from #7 ERW mill which is no longer on site.

Mr. Parrett provided several documents (which we returned to him after copies were placed in ProLaw):

1. The Great Northwest Flood, February 1996, LTA Marketing Corporation, 1996 (ProLaw Document # 352756)

2. Beall Pipe and Tank Corp Brochure, "Steel Pipe," no date (Picture of bays with Beall Pipe and Tank Corp name on them; "the Northwest's largest supplier of welded steel pipe for gas, oil and water transmission and distribution lines," lined and coated steel pipe, "electric fusion steel pipe" ultrasonic and hydrostatic testing, meets standards of the American Petroleum Institute, coal tar enamel and wrap will be applied to customers' specifications, Preliminary cleaning by shot blasting, (see descriptions on Section III, page 4 of shot blasting, coal tar enamel coating, protective wrapping and -- apparently deleted "hot pointer mineral rubber asphalt dipping). See Section III page 6 for description of cement mortar lined and reinforced mortar coated pipe. Welded steel irrigation pipe. Pictures of dipping vat and horizontal application of hot pioneer mineral Rubber Asphalt. (ProLaw Document # 354466)

3. Beall Pipe and Tank Corp's BPT 10-68 (BPT STD 10-68, Edition Nov. 1968) Specifications and Design Details and Dimensions for Coal-Tar Enamel Lined and Coated Steel Pipe 4" thru 96" (ProLaw Document # 354467)

4. Beall Pipe and Tank Corp's BPT 11-68 (BPT STD 11-68, Edition Nov. 1968) Specifications and Design Details and Dimensions for Cement Mortar Lined & Coated Steel Pipe 4" thru 48" (ProLaw Document # 354468)

5. Beall Pipe and Tank Corp's BPT 12-68 (BPT STD 12-68, Edition Nov. 1968) Specifications and Design Details and Dimensions for Cement-Mortar Lined & Coal-Tar Enamel Coated Steel Pipe 4" thru 48" - p. 7: "a. Coal-Tar Primer: The primer shall consisted of processed coal-tar pitch and refined coal-tar oils only, blended to produce a liquid coating which ... will produce an effective boned between the metal and subsequent coating of coal-tar enamel. Primer shall contain no benzol or other toxic, or highly volatile solvents and, no added pigments or inert fibers." (ProLaw Document # 354469)

6. Flood of 1996 Photo, Northwest Pipe Company bays and portion of International Terminals Slip. Ackroyd Photography, C-8919-2. (ProLaw Document # 354459)

7. Photograph of Bays 1-6 and 9 and surrounding area while owned by Beall Pipe and Tank Corp. Ackroyd Photography, C-4675-3. (ProLaw Document # 354459)

8. "Wherever Water Flows Steel Pipes It Best" brochure on steel pipe put out by the Steel Plate Fabricators Association (1955). One steel pipe installation in Portland was installed in 1894 and has 61 years of service. Manufacturing can use one of two types of fusion weld (electric arc welded): a longitudinal weld or a spiral weld; or it can be resistance welded or it can be "cold welded". Bibliography. (ProLaw Document # 354461)

9. Pipeline Article "Mount St. Helens Update: ...Still Digging Out ..." by Pam Wilkinson (Nov. 1982), describes use of Northwest Pipe and Casing pipe to permit sufficient deflection of quickly rising Spirit Lake, which had been blocked off from its normal drainage into the Toutle River by the eruption. (ProLaw Document # 354458)

10. Northwest Pipe & Casing article by Pamela Wilkinson Reprint from *Pipeline,* (Dec.1982) a publication of the National Association of Steel Pipe Distributors. 3rd page: "In February of 1982 Northwest Bought Beall from L. B. Foster . . ." 6th page: ". . . at the North Portland Plant, the facilities purchased from Beall are used as a second manufacturing plant. Coating facilities are duplicated with the exception X-Tru coat and powdered epoxy." (ProLaw Document # 354457)

11. Northwest Pipe Company brochure *Steel Pipe*, (undated). Page 26: "Northwest Pipe Company's Portland facility offers 300,000 square feet of covered space on 20 acres of land. . . . The Portland facility manufactures welded steel pipe in sizes 3" OD through 144" OD with material thickness ranging from 14 gauge through 0.625" inch. (Note from Mr. Parrett: (as of 2010) there are no longer any ERW mills on site.) This facility operates three spiral mills and two straight seam mills. Portland's facility offers all of the linings and coatings described in the coating section of this publication." Page 4: Picture of the transformers and other electrical equipment between two of the bays. Page 26: Picture of the plant showing the sign of the bays: "Northwest Pipe Company." (ProLaw Document # 352765)

12. 4 page Northwest Pipe brochure (undated). Picture with "Northwest Pipe & Casing Co." sign on the bays. (ProLaw Document # 352770)

Business Name Search

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Business Entity Data

12-12-2012 15:03

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
091111-13	DBC	ACT	OREGON	10-27-1970	10-27-2013	
Entity Name	ST. JOHNS CORPORATION					
Foreign Name						

New Search Printer Friendly

Associated Names

Type	PPB	PRINCIPAL PLACE OF BUSINESS				
Addr 1	8801 N VANCOUVER AVE					
Addr 2						
CSZ	PORTLAND	OR	97217		**Country**	UNITED STATES OF AMERICA

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Type	AGT	REGISTERED AGENT			**Start Date**	02-27-2012	**Resign Date**	
Name	R		SCOTT	KOCH				
Addr 1	8801 N VANCOUVER AVE							
Addr 2								
CSZ	PORTLAND	OR	97217		**Country**	UNITED STATES OF AMERICA		

Type	PRE	PRESIDENT					**Resign Date**	
Name	JAMES		E	BEALL				
Addr 1	8801 N VANCOUVER AVE							
Addr 2								
CSZ	PORTLAND	OR	97217		**Country**	UNITED STATES OF AMERICA		

Type	SEC	SECRETARY					**Resign Date**	
Name	TAMMY			JENSEN				
Addr 1	8801 N VANCOUVER AVE							
Addr 2								
CSZ	PORTLAND	OR	97217		**Country**	UNITED STATES OF AMERICA		

New Search Printer Friendly

Name History

Business Entity Name	Name Type	Name Status	Start Date	End Date
ST. JOHNS CORPORATION	EN	CUR	11-01-1986	
BEALL TRANS-LINER, INC.	EN	PRE	01-15-1975	11-01-1986
TRANS-LINER, INC.	EN	PRE	10-27-1970	01-15-1975

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Summary History

Image Available	Action	Transaction Date	Effective Date	Status	Name / Agent Change	Dissolved By
	ANNUAL REPORT	10-26-2012		FI		
	CHANGE OF REGISTERED AGENT/ADDRESS	02-27-2012		FI	Agent	
	ANNUAL REPORT PAYMENT	10-21-2011		SYS		
	ANNUAL REPORT PAYMENT	09-14-2010	09-13-2010	SYS		
	ANNUAL REPORT PAYMENT	09-21-2009	09-18-2009	SYS		
	ANNUAL REPORT PAYMENT	09-12-2008	09-11-2008	SYS		
	ANNUAL REPORT PAYMENT	09-14-2007	09-13-2007	SYS		
	ANNUAL REPORT PAYMENT	09-14-2006	09-13-2006	SYS		
	ANNUAL REPORT PAYMENT	10-05-2005	10-04-2005	SYS		
	ANNUAL REPORT PAYMENT	09-23-2004	09-22-2004	SYS		
	ANNUAL REPORT PAYMENT	09-11-2003	09-10-2003	SYS		
	AMNDMT TO ANNUAL RPT/INFO STATEMENT	08-01-2003		FI		
	CHANGE OF REGISTERED AGENT/ADDRESS	08-01-2003		FI	Agent	
	ANNUAL REPORT	09-18-2002		FI		
	ANNUAL REPORT	11-02-2001		FI		
	CHANGE OF REGISTERED AGENT/ADDRESS	07-19-2001		FI	Agent	
	CHANGED RENEWAL	10-11-2000		FI		
	STRAIGHT RENEWAL	10-03-2000		FI		
	CHANGED RENEWAL	10-28-1999		FI		
	STRAIGHT RENEWAL	10-19-1999		FI		

	STRAIGHT RENEWAL	12-16-1998		FI		
	NOTICE	11-09-1998		SYS		
	STRAIGHT RENEWAL	10-06-1997		FI		
	STRAIGHT RENEWAL	12-05-1996		FI		
	NOTICE	11-04-1996		SYS		
	AMENDED RENEWAL	10-18-1995		FI		
	STRAIGHT RENEWAL	10-27-1994		FI		
	STRAIGHT RENEWAL	10-19-1993		FI		
	AMENDED RENEWAL	01-20-1993		FI		
	NOTICE	12-22-1992		SYS		
	AMENDED RENEWAL	10-02-1991		FI		
	STRAIGHT RENEWAL	10-02-1990		FI		
	STRAIGHT RENEWAL	10-20-1989		FI		
	STRAIGHT RENEWAL	09-16-1988		FI		
	AMENDED RENEWAL	10-20-1987		FI		
	REINSTATEMENT	02-05-1987		FI		
	INVOL DISSOLUTION	12-04-1986		SYS		
	NOTICE	11-04-1986		SYS		
	ENTITY NAME CHANGE	11-01-1986		FI		
	AMENDED RENEWAL	10-03-1985		FI		
	STRAIGHT RENEWAL	09-14-1984		FI		
	ENTITY NAME CHANGE	01-15-1975		FI		

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Business Name Search

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Business Entity Data

12-12-2012 14:52

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
045813-85	DBC	ACT	OREGON	09-10-1986	09-10-2013	
Entity Name	BEALL CORPORATION					
Foreign Name						

New Search Printer Friendly

Associated Names

Type	PPB	PRINCIPAL PLACE OF BUSINESS				
Addr 1	8801 N VANCOUVER AVE					
Addr 2						
CSZ	PORTLAND	OR	97217		**Country**	UNITED STATES OF AMERICA

Please click here for general information about registered agents and service of process.

Type	AGT	REGISTERED AGENT		**Start Date**	02-27-2012	**Resign Date**	
Name	R		SCOTT	KOCH			
Addr 1	8801 N VANCOUVER AVE						
Addr 2							
CSZ	PORTLAND	OR	97217		**Country**	UNITED STATES OF AMERICA	

Type	MAL	MAILING ADDRESS				
Addr 1	8801 N VANCOUVER AVE					
Addr 2						
CSZ	PORTLAND	OR	97217	0095	**Country**	UNITED STATES OF AMERICA

Type	PRE	PRESIDENT				**Resign Date**	
Name	JAMES		E	BEALL			
Addr 1	PO BOX 17095						
Addr 2							
CSZ	PORTLAND	OR	97217	0095	**Country**	UNITED STATES OF AMERICA	

Type	SEC	SECRETARY				**Resign Date**	
Name	TAMMY			JENSEN			
Addr 1	PO BOX 17095						
Addr 2							

CSZ	PORTLAND	OR	97217	0095	Country	UNITED STATES OF AMERICA

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Name History

Business Entity Name	Name Type	Name Status	Start Date	End Date
BEALL CORPORATION	EN	CUR	10-28-1992	
BEALL TRANS-LINER, INC.	EN	PRE	11-01-1986	10-28-1992
BEALL MANAGEMENT, INC.	EN	PRE	09-10-1986	11-01-1986

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Summary History

Image Available	Action	Transaction Date	Effective Date	Status	Name / Agent Change	Dissolved By
	ANNUAL REPORT PAYMENT	09-11-2012		SYS		
	CHANGE OF REGISTERED AGENT/ADDRESS	02-27-2012		FI	Agent	
	ANNUAL REPORT PAYMENT	09-02-2011		SYS		
	ANNUAL REPORT PAYMENT	07-30-2010	07-29-2010	SYS		
	ANNUAL REPORT PAYMENT	08-14-2009	08-13-2009	SYS		
	ANNUAL REPORT PAYMENT	08-04-2008	08-01-2008	SYS		
	ANNUAL REPORT PAYMENT	07-30-2007	07-26-2007	SYS		
	ANNUAL REPORT PAYMENT	08-16-2006	08-15-2006	SYS		
	ANNUAL REPORT PAYMENT	08-03-2005	08-01-2005	SYS		
	ANNUAL REPORT PAYMENT	08-02-2004	07-30-2004	SYS		
	RESTATED ARTICLES	12-19-2003	01-01-2004	FI		
	ARTICLES OF MERGER	12-19-2003	12-31-2003	FI		
	RESTATED ARTICLES	10-17-2003		FI		
	ANNUAL REPORT PAYMENT	08-04-2003	08-01-2003	SYS		
	CHANGE OF REGISTERED AGENT/ADDRESS	06-06-2003		FI	Agent	
	ARTICLES OF MERGER	06-04-2003		FI		

	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ARTICLES OF MERGER	06-04-2003		FI		
	ANNUAL REPORT	08-12-2002		FI		
	ANNUAL REPORT	08-16-2001		FI		
	CHANGE OF REGISTERED AGENT/ADDRESS	07-19-2001		FI	Agent	
	CHANGED RENEWAL	08-30-2000		FI		
	STRAIGHT RENEWAL	08-15-2000		FI		
	NOTICE	09-20-1999		SYS		
	STRAIGHT RENEWAL	09-10-1999		FI		
	MERGER	07-01-1999		FI		
	AMENDED RENEWAL	10-12-1998		FI		
	AGENT/AUTH REP CHNG	10-12-1998		FI		
	STRAIGHT RENEWAL	08-18-1997		FI		
	STRAIGHT RENEWAL	08-27-1996		FI		
	NOTICE	09-18-1995		SYS		
	STRAIGHT RENEWAL	09-18-1995		FI		
	AMENDED RENEWAL	09-08-1994		FI		
	STRAIGHT RENEWAL	08-31-1993		FI		
	ENTITY NAME CHANGE	10-28-1992		FI		
	STRAIGHT RENEWAL	09-09-1992		FI		
	STRAIGHT RENEWAL	08-12-1991		FI		
	AMENDED RENEWAL	08-27-1990		FI		
	STRAIGHT RENEWAL	08-10-1989		FI		
	STRAIGHT RENEWAL	08-15-1988		FI		
	AMENDED RENEWAL	07-30-1987		FI		
	ENTITY NAME CHANGE	11-01-1986		FI		
	NEW FILING	09-10-1986		FI		

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